

Company Number: 6972519

THE COMPANIES ACT 2006

PRIVATE COMPANY

LIMITED BY SHARES

WRITTEN RESOLUTION

VEOLIA WATER ORGANICS RECYCLING LIMITED

(the "Company")

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On 16 October 2009 the following special resolutions were duly passed in accordance with Chapter 2 of Part 13 of the Companies Act 2006:

SPECIAL RESOLUTIONS

1. **THAT** the 1,560,000 Ordinary Shares of £1 each in issue and held by Veolia Water Outsourcing Limited be and are hereby reclassified as 780,000 A Ordinary Shares of £1 each and 780,000 B Ordinary Shares of £1 each.
2. **THAT** the 440,000 unissued Ordinary Shares of £1 each be and are hereby reclassified as 220,000 A Ordinary Shares of £1 each and 220,000 B Ordinary Shares of £1 each.

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Director

